

**AMENDMENT TO OIL, GAS AND MINERAL LEASE**

**STATE OF TEXAS  
COUNTY OF TARRANT**

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, JESUS M. GAZCA and wife, BONNIE GAZCA, hereafter referred to as "Lessor", and FINLEY RESOURCES, INC., also known as FINLEY RESOURCES INC., hereafter referred to as "Lessee", are parties to that certain Oil, Gas and Mineral Lease dated November 1, 2005, and recorded under Instrument Number D205365399 of the Official Public Records of Tarrant County, Texas (the "Lease"), said Lease being a part of Assignment and Bill of Sale conveyances recorded under Instrument Number D207365556 dated September 27, 2007, under Instrument Number D210109815 dated effective January 1, 2010, and under Instrument Number D210117986 dated May 19, 2010, of the Official Public Records of Tarrant County, Texas, which Lease covers the following described lands:

**"Lot 104, Block 2, GARVEY ADDITION, an Addition to the City of Fort Worth, Tarrant County, Texas."**

WHEREAS, Lessor and Lessee recognize that the primary term of the Lease was extended for an additional two (2) years from the original primary term expiration date, public notice of such given by a document titled "Memorandum of Extension" executed August 10, 2010, and recorded under Instrument Number D210194412 of the Official Public Records of Tarrant County, Texas.

WHEREAS, Lessor and Lessee recognize that said Lease is in full force and effect; and it is the desire of both Lessor and Lessee to amend said Lease in the manner provided hereinbelow.

NOW, THEREFORE, in consideration of the premises and other valuable considerations, the receipt and sufficiency of which are hereby acknowledged, Lessor and Lessee agree to amend the first (1<sup>st</sup>) line of Section 2 by removing the word "three (3)", adding the word "six (6)" to so that the first (1<sup>st</sup>) line now reads:

**"2. Subject to the other provisions herein contained, this lease shall remain in force for a term of six (6) years from the effective date hereof (called "primary term"), and as long thereafter as oil, gas or other mineral is produced from said land or land with which said land or any part thereof is pooled, or this lease is maintained by virtue of some other provisions hereof."**

ADDITIONALLY, Lessor and Lessee agree to amend the Land Description by removing the words **"Lot 104, Block 2, GARVEY ADDITION, an Addition to the City of Fort Worth, Tarrant County, Texas."** so that the Land Description now reads **"0.109 of an acre of land, more or less, described as Lot 104, Block 2, GARVEY ADDITION to the City of Fort Worth, Tarrant County, Texas, according to the Plat recorded in Volume 106, Page 155, Deed Records of Tarrant County, Texas."**

ADDITIONALLY, Lessor and Lessee agree to remove Section 13 of the Lease in its entirety.

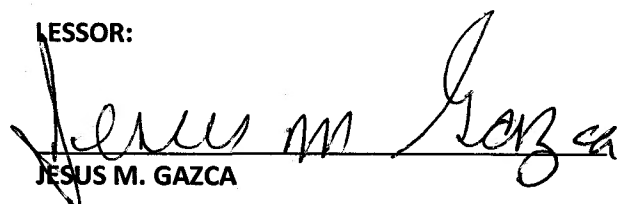
Lessor and Lessee hereby adopt, ratify and confirm said Lease as the same is hereby amended, and Lessor hereby grants, leases and lets all of the acreage above described and referred to unto Lessee subject to and under the terms and provisions of said Lease; and such Lease is expressly affirmed, ratified and declared to be effective and binding for all purposes as of the date hereof.

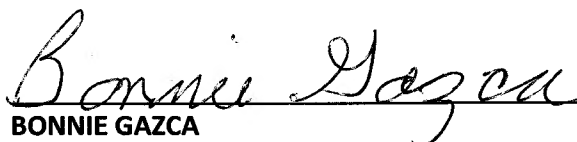
The provisions hereof shall extend to and be binding upon the heirs, successors, legal representatives and assigns of the parties executing the amendment.

This agreement may be executed in counterparts, each of which will be deemed an original, but all of which together will constitute one and the same instrument.

EXECUTED the 23<sup>rd</sup> day of September, 2010.

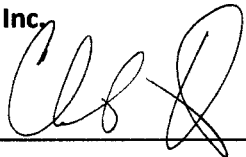
LESSOR:

  
JESUS M. GAZCA

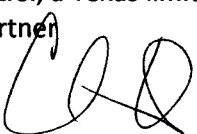
  
BONNIE GAZCA

LESSEE:

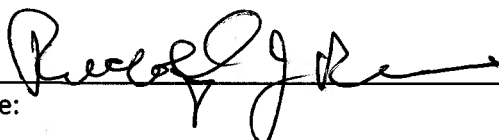
Finley Resources Inc.


By:   
Name: **Clinton H. Koerth**  
Title: **VP of Land & Acquisition**


Finley Production Co., LP, a Texas limited partnership  
By: FPC GP, L.L.C., a Texas limited liability company,  
Its General Partner

By:   
Name: **Clinton H. Koerth**  
Title: **VP of Land & Acquisition**

RJR Asset Holdings, L.P., a Texas limited partnership, by  
RJR Asset Holdings Management, LLC, a Texas limited  
liability company, its General Partner

By:   
Name:  
Title:

  
Brent D. Talbot

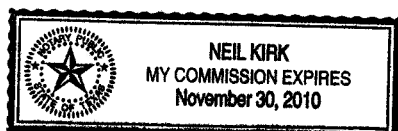
  
Clinton H. Koerth


  
Stephen M. Clark

ACKNOWLEDGMENT

STATE OF TEXAS  
COUNTY OF TARRANT

This instrument was acknowledged before me on the 23<sup>rd</sup> day of September, 2010, by JESUS M. GAZCA and wife, BONNIE GAZCA.



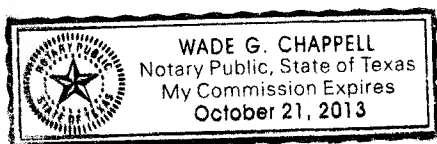
  
Notary Public, State of Texas

(Personalized Seal)

## ACKNOWLEDGMENT

STATE OF TEXAS  
COUNTY OF TARRANT

This instrument was acknowledged before me on the 29 day of September, 2010, by Clinton Koerth, Vice President of Finley Resources Inc., a Texas corporation, on behalf of said corporation.



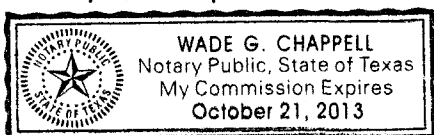
Wade G. Chappell  
Notary Public, State of Texas

(Personalized Seal)

## ACKNOWLEDGMENT

STATE OF TEXAS  
COUNTY OF TARRANT

This instrument was acknowledged before me on the 29 day of September, 2010, by Clinton Koerth, Vice President of FPC GP L.L.C., a Texas limited liability company, General Partner, on behalf of Finley Production Co., L.P., a Texas limited partnership.



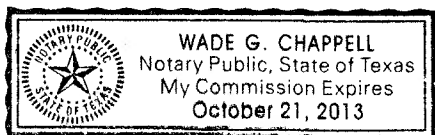
Wade G. Chappell  
Notary Public, State of Texas

(Personalized Seal)

## ACKNOWLEDGMENT

STATE OF TEXAS  
COUNTY OF TARRANT

This instrument was acknowledged before me on the 29 day of September, 2010, by Brent D. Talbot.



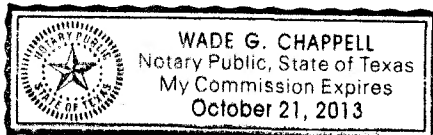
Wade G. Chappell  
Notary Public, State of Texas

(Personalized Seal)

## ACKNOWLEDGMENT

STATE OF TEXAS  
COUNTY OF TARRANT

This instrument was acknowledged before me on the 29 day of September, 2010, by Clinton H. Koerth.



Wade G. Chappell  
Notary Public, State of Texas

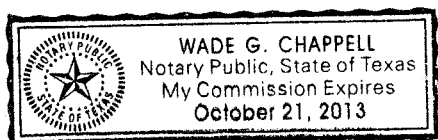
(Personalized Seal)

ACKNOWLEDGMENT

STATE OF TEXAS  
COUNTY OF TARRANT

This instrument was acknowledged before me on the 29 day of September,  
2010, by Stephen M. Clark.

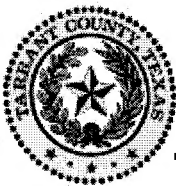
Wade G. Chappell  
Notary Public, State of Texas



(Personalized Seal)

SUZANNE HENDERSON

COUNTY CLERK



100 West Weatherford Fort Worth, TX 76196-0401

PHONE (817) 884-1195

FINLEY RESOURCES INC  
PO BOX 2200  
FT WORTH, TX 76113

Submitter: FINLEY RESOURCES INC

**DO NOT DESTROY**  
**WARNING - THIS IS PART OF THE OFFICIAL RECORD.**

Filed For Registration: 10/4/2010 10:11 AM

Instrument #: D210243635

LSE

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PGS

\$28.00

By: \_\_\_\_\_

*Suzanne Henderson*

D210243635

ANY PROVISION WHICH RESTRICTS THE SALE, RENTAL OR USE OF THE DESCRIBED REAL PROPERTY  
BECAUSE OF COLOR OR RACE IS INVALID AND UNENFORCEABLE UNDER FEDERAL LAW.

Prepared by: VMMASSINGILL